

UNITED STATES DISTRICT COURT  
WESTERN DISTRICT OF TENNESSEE

**FUSION ELITE ALL STARS, et al.,**

Plaintiffs,

v.

**VARSITY BRANDS, LLC, et al.,**

Defendants.

Case No. 2:20-cv-02600-SHL-cgc

**Jury Trial Demanded**

**DECLARATION OF VICTORIA SIMS IN SUPPORT OF  
PLAINTIFFS' OPPOSITION TO DEFENDANT U.S. ALL STAR  
FEDERATION, INC.'S MOTION FOR PROTECTIVE ORDER**

I, Victoria Sims, declare the following under penalty of perjury:

1. I am an attorney with the law firm of Cuneo Gilbert & LaDuca LLP, counsel for Plaintiffs, and Interim Co-Lead Counsel for Direct Purchasers in the above-captioned matter. I make this affidavit on personal knowledge and review of my files, except as otherwise indicated. I submit this declaration in support of Plaintiffs' Opposition to U.S. All Star Federation, Inc.'s ("USASF's") Motion for Protective Order, filed contemporaneously herewith.

2. I have represented the Direct Purchaser Plaintiffs in negotiations with USASF, concerning its Responses and Objections to Plaintiffs' Requests for Production of Documents, from December 15, 2020 until now.

3. In a meet-and-confer on April 19, 2021, Plaintiffs requested that USASF provide them with a list of its programs and initiatives, in an attempt to narrow their dispute concerning Request No. 10 in Plaintiffs' Requests for Production. On May 5, 2021, USASF provided Plaintiffs with said list. On May 18, 2021, Plaintiffs provided USASF with the following list of programs and initiatives with respect to which they seek discovery:

- a. WE S.H.A.R.E.
- b. IMPACT
- c. BOLT
- d. MARCH
- e. FUNdamentals
- f. All Star Novice (Novice Select)
- g. Mini Age Challenge
- h. Jump Start
  - i. Legacy Launch
  - j. The Connection
  - k. Athletes First
- l. USASF Safesport

4. In meet-and-confers taking place on April 29, 2021 and May 3, 2021, USASF agreed, in response to Request No. 13 of Plaintiffs' Requests for Production, to produce National Meeting programs, handouts, and presentations from the files of agreed custodian Amy Clark and also to provide Plaintiffs with figures showing how many attendees were present at the National Meeting, each year 2015 to 2020.

5. In meet-and-confers taking place on April 26, 2021 and April 29, 2021, USASF agreed to produce documents responsive to Plaintiffs' Request for Production No. 15, including its annual email promoting its membership and offers to attend its Worlds Competition, provided the parties could develop search terms to locate responsive documents.

6. In meet-and-confers taking place on April 26, 2021, April 29, 2021, and May 3, 2021, USASF agreed to produce the following information in response to Plaintiffs' Request for

Production No. 64: the names and locations of all gyms and the names of all event producers who were USASF members, for each year from 2016 (for Competition Producers) and 2017 (for Gyms) to 2020 (and back to 2015, if available) and the number of coach, athlete, gym, and event producer members for each year, 2015 to 2020.

7. Varsity has produced 25,913 documents thus far, and USASF has produced 5,300 documents.

8. Attached as Exhibit 1 is a true and accurate copy of JEFF00236982-97, a Varsity Spirit presentation dated October 2017, produced to Plaintiffs by Jefferies LLC and designated as “CONFIDENTIAL”.

9. Attached as Exhibit 2 is a true and accurate copy of a VAR00009293, a Varsity Spirit Divisional Presentation dated May 2018, produced by Defendants Varsity Brands, LLC; Varsity Spirit, LLC; Varsity Spirit Fashions & Supplies, LLC (collectively, “Varsity”) and designated as “Confidential”.

10. Attached as Exhibit 3 is a true and accurate copy of VAR00082292-94, email correspondence between Jim Chadwick, of USASF and Brian Elza, of Varsity, produced by Varsity and designated as “Confidential”.

11. Attached as Exhibit 4 is a true and accurate copy of a March 2021 letter from USASF Senior Regional Director Karen Wilson to a USASF Member Event Producer, published by the online publication BIG by Matt Stoller, “How a Cheerleading Monopolist Played Rough During the Pandemic,” (May 17, 2021), *available at* <https://mattstoller.substack.com/p/how-a-cheerleading-monopolist-played> (last visited May 19, 2021) and <https://www.dropbox.com/s/k7nnrcxx5bk2vk3/USASF%20-%20ANTI-COMPETITIVE%20LETTER%20TO%20EPS.pdf?dl=0> (last accessed May 19, 2021).

12. Attached as Exhibit 5 is a true and accurate copy of a letter from USASF's counsel, Nicole Berkowitz, to Plaintiffs' Counsel, Victoria Sims, dated April 16, 2021.

13. Attached as Exhibit 6 is a true and accurate copy of a letter from Plaintiffs' Counsel, Victoria Sims, to USASF's counsel, Nicole Berkowitz, dated April 2, 2021.

14. Attached as Exhibit 7 is a true and accurate copy of the webpage entitled "Google Takeout" explaining how to export materials from Google Drive accounts, *available at* <http://takeout.google.com> (last accessed May 18, 2021).

15. I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct to the best of my knowledge.

Executed this 19th day of May, 2021 in Washington, DC.

s/ Victoria Sims  
Victoria Sims